

PU7000008522

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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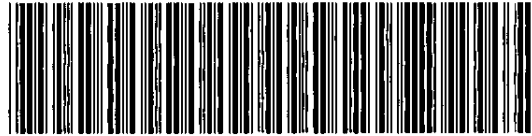
(Business Entity Name)

(Document Number)

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B. KOHR
MAY - 2 2011
EXAMINER

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Survivor Company:

Oasis Outsourcing HR, Inc.

Part 3
#3

-Back

CF-560.00
CERT 8.75

Signature

Requested by: SETH

Name

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- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☒ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

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ARTICLES OF MERGER

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to Section 607.1105, Florida Statutes:

FIRST: That **Oasis Outsourcing HR, Inc.**, the Surviving Corporation, Document Number P07000008522, is incorporated and duly organized under the laws of the State of Florida.

SECOND: That the entities set forth below, the Merging Entities, are each incorporated and duly organized under the laws of the States of Florida and Texas, as indicated:

| State | Name | Form/Entity/Type | Document Number |
|-------|---|-----------------------|--|
| FL | AdvanTech Solutions I, L.L.C. | Limited Liability Co. | L03000048891 |
| FL | AdvanTech Solutions II, L.L.C. | Limited Liability Co. | L03000048885 |
| TX | AdvanTech Solutions III, LLC | Limited Liability Co. | 800289000 M0400000975 |
| FL | AdvanTech Solutions VII, L.L.C. | Limited Liability Co. | L03000048893 |
| TX | ASI V, Ltd. | Limited Partnership | 800286784 B0400000212 |
| FL | TalTech Resources L.L.C. | Limited Liability Co. | L03000048899 |
| FL | Advantec 9, LLC | Limited Liability Co. | L06000033939 |
| FL | Advantec 11, LLC | Limited Liability Co. | L06000033975 |
| FL | Advantec 12, LLC | Limited Liability Co. | L06000033981 |
| FL | Advantec 13, LLC | Limited Liability Co. | L10000063954 |
| FL | Advantec 14, LLC | Limited Liability Co. | L10000063957 |
| FL | Advantec 15, LLC | Limited Liability Co. | L10000063961 |
| FL | Advantec 16, LLC | Limited Liability Co. | L10000063959 |
| FL | Advantec 17, LLC | Limited Liability Co. | L10000063967 |
| FL | AdvanTech Solutions Payroll Services, L.L.C. | Limited Liability Co. | L10000063967 L03000048896 |

THIRD: That attached as Exhibit A hereto is the Plan of Merger between the Surviving Corporation and the Merging Entities setting forth the terms of the Merger, which was approved by each corporation and limited liability company that is a party to the Merger in accordance with Chapters 607 and 608, Florida Statutes.


FOURTH: That the Plan of Merger was approved by each other business entity that is a party to the Merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: That the Merger shall become effective on the date these Articles of Merger are filed with the Florida Department of State.

IN WITNESS WHEREOF, these Articles of Merger have been executed by the undersigned as of April 29, 2011.

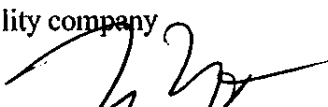
SURVIVING ENTITY

Oasis Outsourcing HR, Inc., a Florida corporation

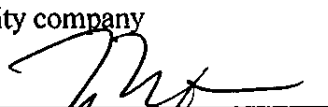
By: 
Title: Chief Financial Officer

MERGING ENTITIES:

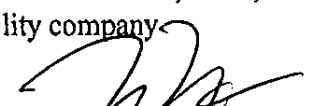
AdvanTech Solutions I, L.L.C., a Florida limited liability company

By: 
Title: Chief Financial Officer

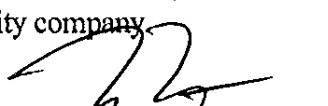
AdvanTech Solutions II, L.L.C., a Florida limited liability company

By: 
Title: Chief Financial Officer

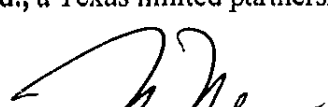
AdvanTech Solutions III, LLC, a Texas limited liability company

By: 
Title: Chief Financial Officer

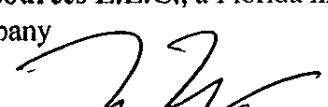
AdvanTech Solutions VII, L.L.C., a Florida limited liability company

By: 
Title: Chief Financial Officer

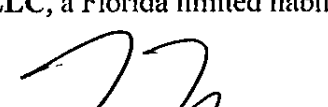
ASI V, Ltd., a Texas limited partnership

By: 
Title: Chief Financial Officer

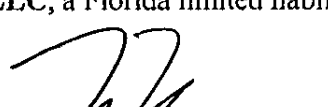
TalTech Resources L.L.C., a Florida limited liability company

By: 
Title: Chief Financial Officer

Advantec 9, LLC, a Florida limited liability company

By: 
Title: Chief Financial Officer

Advantec 11, LLC, a Florida limited liability company

By: 
Title: Chief Financial Officer

Advantec 12 LLC, a Florida limited liability company

By: Terry P. Mayotte
Title: Chief Financial Officer

Advantec 13, LLC, a Florida limited liability company

By: Terry P. Mayotte
Title: Chief Financial Officer

Advantec 15 LLC, a Florida limited liability company

By: Terry P. Mayotte
Title: Chief Financial Officer

Advantec 17, LLC, a Florida limited liability company

By: Terry P. Mayotte
Title: Chief Financial Officer

AdvanTech Solutions Payroll Services, L.L.C., a Florida limited liability company

By: Terry P. Mayotte
Title: Chief Financial Officer

Advantec 14, LLC, a Florida limited liability company

By: Terry P. Mayotte
Title: Chief Financial Officer

Advantec 16, LLC, a Florida limited liability company

By: Terry P. Mayotte
Title: Chief Financial Officer

EXHIBIT A
PLAN OF MERGER

The names of the parties to the merger (the "Merger") are **Oasis Outsourcing HR, Inc.**, a Florida corporation (the "Surviving Corporation" or "OOHR"), and the following entities, organized where indicated (the "Merging Entities"):

| <u>State</u> | <u>Name</u> | <u>Form/Entity/Type</u> |
|--------------|---|-------------------------|
| FL | AdvanTech Solutions I, L.L.C. | Limited Liability Co. |
| FL | AdvanTech Solutions II, L.L.C. | Limited Liability Co. |
| TX | AdvanTech Solutions III, LLC | Limited Liability Co. |
| FL | AdvanTech Solutions VII, L.L.C. | Limited Liability Co. |
| TX | ASI V, Ltd. | Limited Partnership |
| FL | TalTech Resources L.L.C. | Limited Liability Co. |
| FL | Advantec 9, LLC | Limited Liability Co. |
| FL | Advantec 11, LLC | Limited Liability Co. |
| FL | Advantec 12, LLC | Limited Liability Co. |
| FL | Advantec 13, LLC | Limited Liability Co. |
| FL | Advantec 14, LLC | Limited Liability Co. |
| FL | Advantec 15, LLC | Limited Liability Co. |
| FL | Advantec 16, LLC | Limited Liability Co. |
| FL | Advantec 17, LLC | Limited Liability Co. |
| FL | AdvanTech Solutions Payroll Services, L.L.C. | Limited Liability Co. |

The Terms and Conditions of the Merger are as follows:

A. **Merger.** The Merging Entities shall be merged with and into OOHR. OOHR shall be the survivor of the merger in the State of Florida under its present name. The Articles of Incorporation and Bylaws, identity, existence, purposes, powers, objects, franchises, privileges, rights and immunities of the Surviving Corporation shall continue unaffected and unimpaired by the merger, and the franchises, existence and rights of the Merging Entities shall be merged into the Surviving Corporation and the Surviving Corporation shall be fully vested therewith. The separate and individual existence of the Merging Entities shall cease and terminate as of the Effective Time of the Merger (as hereinafter defined).

B. **Effective Time of Merger.** The merger of the Merging Entities with and into OOHR shall be effective as set forth in the Articles of Merger (the "Effective Time of Merger").

C. **Directors and Officers of the Surviving Corporation.** The directors and/or officers of the Surviving Corporation immediately prior to the Effective Time of Merger shall be the directors and/or officers of the Surviving Corporation, from and after the Effective Time of Merger, until their respective successors have been duly elected or appointed and qualified or until their earlier death, resignation or removal, all in accordance with the Surviving Corporation's Articles of Incorporation and Bylaws.

D. **Conversion.** The interests, shares, obligations or other securities of each of the

Merging Entities will be converted into shares of common stock of the Surviving Corporation.